

Exhibit B



Client Focused. Results Driven.

February 13, 2018

VIA FEDEX OVERNIGHT

SLP Housing I LLC
c/o SunAmerica Inc.
1 SunAmerica Center
Century City
Los Angeles, CA 90067-6022
Attention: Michael Fowler, Vice President

SunAmerica, Inc.,
General Partner of SunAmerica
Housing Fund 682, a Nevada
Limited Partnership
1 SunAmerica Center
Century City
Los Angeles, CA 90067-6022
Attention: Michael Fowler, Vice President

RE: 420 Stockholm Street Associates L.P. (the "Company")

Dear Mr. Fowler:

Hope you are well. The Company is currently the fee owner of the property located at 420 Stockholm Street, Brooklyn, New York 11237 (Block: 3261, Lot: 20) (the "**Property**"). Pursuant to Section 12.03 of the Amended and Restated Limited Partnership agreement by and between 420 Stockholm Housing Development Fund Company, Inc., a New York not-for-profit corporation (the "**General Partner**"), SunAmerica Housing Fund 682, a Nevada limited partnership (the "**Limited Partner**") and SLP Housing I, LLC, a Nevada limited liability company (the "**Special Limited Partner**") and dated as of May 1, 1999, at the end of the 15 year Compliance Period, Ridgewood Bushwick Senior Citizens Council Inc., a New York not-for-profit corporation ("**RB**"), or its designee, if it is a qualified nonprofit corporation, has the right to purchase the Apartment Complex for a price equal to the sum of:

- (i) The principal amount outstanding indebtedness secured by the building (other than indebtedness incurred within the 5-year period ending on the date of the sale);
- (ii) All Federal, State, and local taxes attributable to such sale and to any amounts paid pursuant to subsection (iii) hereof; and

(iii) Any amounts of a Tax Credit Shortfall which have not been paid.

The 15-year compliance period ended in June 2015. Pursuant to our calculations there are no amounts due under 12.03(ii) or 12.03(iii) and there is no existing principal amount of indebtedness secured by the building. Therefore, pursuant to Section 12.03, the General Partner intends to transfer the Company's fee interest in the Property to Casa Pasiva Housing Development Fund Corporation, a qualified not-for-profit and designee of RB (the "Purchaser").

We will effectuate the transfer of the fee interest in the Property to the Purchaser pursuant to the terms described herein thirty (30) days following the mailing of this notice. Please do not hesitate to contact me at dgoldstein@goldsteinhall.com or 646-768-4101 if you have any questions or comments.

GOLDSTEIN HALL PLLC

By: 

Name: David Goldstein, Esq.

Title: Managing Partner